

**Exhibit A**

**Proposed Order**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:

CELSIUS NETWORK LLC, *et al.*,<sup>1</sup>

Debtors.

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)  
) Chapter 11  
)  
) Case No. 22-10964 (MG)  
)  
) (Jointly Administered)  
)

**ORDER (I) AUTHORIZING THE COMMITTEE TO FILE  
UNDER SEAL CERTAIN CONFIDENTIAL COMMERCIAL INFORMATION  
RELATED TO THE APPLICATION TO RETAIN AND EMPLOY WHITE & CASE LLP  
AS COUNSEL TO THE COMMITTEE AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)<sup>2</sup> of the Official Committee of Unsecured Creditors (the “**Committee**”) of Celsius Network LLC, *et al.* (collectively, the “**Debtors**”) for entry of an order (this “**Order**”): (a) authorizing the Committee to redact and file under seal the confidential commercial information and (b) granting related relief, all as more fully set forth in the Motion, pursuant to sections 105(a), 107(b), and 107(c) of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 9018 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and rules 9013-1, 9018-1, and 9037-1 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”); and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and the Standing Order; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); and Celsius US Holding LLC (7956). The location of Debtor Celsius Network LLC’s principal place of business and the Debtors’ service address in these chapter 11 cases is 121 River Street, PH05, Hoboken, New Jersey 07030.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Motion is granted as set forth herein.
2. The Committee is authorized, pursuant to sections 105(a) and 107(b)(1) of the Bankruptcy Code, to (i) file any document containing confidential commercial information in a form redacted as to the names and identifiable information of the Confidential Parties and (ii) file the unredacted versions of any confidential commercial information under seal pursuant to section 107(b) of the Bankruptcy Code, Rule 9018, and Local Rule 9018-1.
3. The unredacted version shall not be made available to any party (other than those specified in paragraph 5 of this Order) without the sealing party's consent, may not be filed on the public docket, and shall remain under seal until further order of the Court.
4. The Committee shall submit an unredacted copy of the confidential commercial information to the Clerk of Court in an envelope under seal, clearly indicating that the same has been filed under seal by order of the Court.
5. The Committee is authorized to cause the unredacted versions of such confidential commercial information to be served on and made available, on a confidential basis, to: (a) the Court, (b) the U.S. Trustee, (c) counsel to the Ad Hoc Group of Custody Account Holders,

(d) counsel to the Ad Hoc Group of Withhold Account Holders, (e) counsel to the Series B Preferred Holders, and (f) any other party as may be ordered by the Court or agreed to in writing by the Committee, in each case under appropriate confidentiality agreements reasonably satisfactory to the Committee, that preserve the confidentiality of the names of the Confidential Parties (and any information derived therefrom).

6. For the avoidance of doubt, this Order is without prejudice to the rights of the U.S. Trustee or any party in interest to seek to unseal the confidential commercial information, or any part thereof.

7. The Confidential Parties and any party authorized to receive the unredacted versions of the confidential commercial information shall be authorized and directed to redact specific references to the information set forth therein from pleadings filed on the public docket maintained in these chapter 11 cases.

8. Any party who receives the names of the Confidential Parties in accordance with this Order shall not disclose or otherwise disseminate this information to any other person or entity, including in response to a request under the Freedom of Information Act.

9. The Committee shall retrieve from the Clerk of the Court and dispose of all unredacted versions of the confidential commercial information at the conclusion of these chapter 11 cases.

10. The requirements set forth in Local Rules 9013-1 and 9018-1 are satisfied by the contents of this Motion.

11. Notice of the Motion satisfies the requirements of Bankruptcy Rule 6004(a).

12. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon its entry.

13. The Committee is authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

14. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: \_\_\_\_\_, 2022

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THE HONORABLE MARTIN GLENN  
UNITED STATES BANKRUPTCY JUDGE